

Attorney or Party Name, Address, Telephone &amp; FAX Number and Court Case Bar Number

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Bankruptcy Counsel for LB/L – DS Ventures Clovis, LLC,

Debtor in Possession

UNITED STATES BANKRUPTCY COURT  
CENTRAL DISTRICT OF CALIFORNIA

In re:

LB/L – DS VENTURES CLOVIS, LLC,

a Delaware limited liability company,

Debtor.

CASE NO. 1:10-bk-15083 MT

## NOTICE OF SALE OF ESTATE PROPERTY

Sale Date: May 24, 2010

Time: 10:00 a.m.

Location: U.S. Bankruptcy Court, Courtroom 302, 21041 Burbank Boulevard, Woodland Hills, CA 91367

Type of Sale: ☒ Public ☐ Private

Last date to file objections:

MAY 10, 2010

Description of Property to be Sold: Tract 4998 consisting of 23 lots (11 partially completed homes and 12 finished lots);  
and Tract 5437 consisting of 34 lots (3 partially completed homes and 31 finished lots) for a total of 57 lots and  
improvements (commonly referred to as the "Vintage Collection," all in the City of Clovis, County of Fresno) and more  
fully described in the "Motion To Approve Sale Of Certain Real Estate Free And Clear Of All Liens, Claims And Interests"

Terms and Conditions of Sale: The Debtor has entered into a Purchase and Sale Agreement with Union Community  
Partners, LLC ("UCP"). UCP shall purchase the Debtor's interest in the Vintage Collection for \$3.5M, subject to overbids.  
The sale shall be free and clear of all liens, claims and interests pursuant to section 363(f) of the Bankruptcy Code.

Proposed Sale Price: \$3,500,000.00 (subject to overbids, according to Court-approved bidding procedures)Overbid Procedure (If Any): SEE RIDER "1" ATTACHED HERETO

If property is to be sold free and clear of liens or other interests, list date, time and location of hearing: **May 24, 2010 at**  
**10:00 a.m., U.S. Bankruptcy Court, Courtroom 302, 21041 Burbank Blvd., Woodland Hills, CA 91367**

Contact Person for Potential Bidders (include name, address, telephone, fax and/or e-mail address):

Mark S. Horoupian, Esq. - mhoroupian@sulmeyerlaw.comSulmeyerKupetz, A Professional Corporation333 S. Hope St., 35<sup>th</sup> FloorLos Angeles, CA 90071-1406Tel: (213) 626-2311; Fax: (213) 629-4520DATED: May 3, 2010

In re  
RIVERFRONT VENTURES, LLC,

Debtor(s).

CHAPTER: 11

CASE NO.: 1:09-bk-18832 MT

**PROOF OF SERVICE OF DOCUMENT**

I am over the age of 18 and not a party to this bankruptcy case or adversary proceeding. My business address is:  
333 S. Hope St., 35<sup>TH</sup> Floor, Los Angeles, CA 90071-1406

A true and correct copy of the foregoing document described as **"NOTICE OF SALE OF ESTATE PROPERTY"** will be served or was served (a) on the judge in chambers in the form and manner required by LBR 5005-2(d), and (b) in the manner indicated below:

**I. TO BE SERVED BY THE COURT VIA NOTICE OF ELECTRONIC FILING ("NEF")** - Pursuant to controlling General Order(s) and Local Bankruptcy Rule(s) ("LBR"), the foregoing document will be served by the court via NEF and hyperlink to the document. On May 3, 2010, I checked the CM/ECF docket for this bankruptcy case or adversary proceeding and determined that the following person(s) are on the Electronic Mail Notice List to receive NEF transmission at the email addressed indicated below:

- Bernard R. Given, Esq. — Courtesy NEF
- Mark S. Horoupian, Esq. — Debtor
- Office of the U.S. Trustee
- Victor A. Sahn, Esq.

bgiven@frandzel.com  
mhoroupian@sulmeyerlaw.com  
ustregion16.wh.ecf@usdoj.gov  
vsahn@sulmeyerlaw.com

☐ Service information continued on attached page

**II. SERVED BY U.S. MAIL OR OVERNIGHT MAIL** (indicate method for each person or entity served):

On May 3, 2010, I served the following person(s) and/or entity(ies) at the last known address(es) in this bankruptcy case or adversary proceeding by placing a true and correct copy thereof in a sealed envelope in the United States Mail, first class, postage prepaid, and/or with an overnight mail service addressed as follow. Listing the judge here constitutes a declaration that mailing to the judge will be completed no later than 24 hours after the document is filed.

☒ Service information continued on attached page

**III. SERVED BY PERSONAL DELIVERY, FACSIMILE TRANSMISSION OR EMAIL** (indicate method for each person or entity served): Pursuant to F.R.Civ.P. 5 and/or controlling LBR, on May 3, 2010, I served the following person(s) and/or entity(ies) by personal delivery, or (for those who consented in writing to such service method) by facsimile transmission and/or email as follows. Listing the judge here constitutes a declaration that mailing to the judge will be completed no later than 24 hours after the document is filed.

- W. Allen Bennett, Esq. — Union Community Partners
- Robert Keane, Esq.

allen@unioncommunityllc.com  
robertkeane@paulhastings.com

☒ Service information continued on attached page

I declare under penalty of perjury under the laws of the United States of America that the foregoing is true and correct.

May 3, 2010

Date

Kathleen Fox

Type Name

  
Signature

In re RIVERFRONT VENTURES, LLC,	CHAPTER: 11 CASE NO.: 1:09-bk-18832 MT
Debtors.	

**RIDER "1"****THE PROPOSED OVERBID PROCEDURE**

The Purchase Agreement contains the following bid procedures.

1. Any party wishing to make an overbid at the time of the hearing must deliver a cashier's check payable to Chicago Title Company in the amount of \$100,000.00 on or before the hearing on the Motion.
2. A successful bidder that does not complete the transaction forfeits the Deposit, and the Property will be sold to the next highest bidder.
3. Bids must be made for the entire Parcel. The initial overbid must be a minimum of \$199,500, plus an additional \$20,000 to cover the break-up fee described below. Each bid after the initial overbid must be made in \$57,000 increments.
4. If a third-party bidder is the successful bidder (the "Successful Overbidder") and closes the sale, a break-up fee of \$20,000.00 will be paid to UCP by the Debtor. The break-up fee will compensate UCP for its time and expenses related to the pursuit of the Property. The break-up fee will be due and owing to UCP upon consummation of the sale between Debtor and the Successful Overbidder. UCP will not be entitled to a break-up fee if it is the prevailing bidder at the hearing on the Motion and then fails to complete the transaction, if UCP purchases the Property.
5. Debtor will use the Deposit received from a Successful Overbidder to pay the break-up fee and the Deposit will not be applied to the purchase price of the Property. If a third-party bidder is the Successful Bidder, then UCP's original deposit will be returned to UCP and the Agreement between UCP and the Debtor will be terminated.

ALL CREDITOR MAILING LIST

**IN RE LB/L – DS VENTURES CLOVIS,  
LLC  
CASE NO. 1:10-bk-15083 MT**

9616.1  
[SK DOC NO. 630267.1]

**[SERVICE VIA NEF]**

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**[SERVICE VIA U.S. MAIL]**

**DEBTOR**

LB/L - DS Ventures Clovis, LLC  
113 N San Vicente Blvd 3rd Fl  
Beverly Hills, CA 90211

Office of the U.S. Trustee  
21051 Warner Center Lane, Suite 115  
Woodland Hills, CA 91367

LB/L-DS VENTURES CLOVIS LLC/  
DS VENTURES, LLC  
c/o James L. Hudgens, Esq.  
McCANN & HUDGENS  
15 W. Carrillo St., Suite 220  
Santa Barbara, CA 93101

A-1 Ornamental Ironworks  
4637 E. White Ave.  
Fresno, CA 93702

Alberto Mendoza's Cleaning Service  
25787 Avenue 17  
Madera, CA 93638

Bond Safeguard Insurance Company  
c/o Lexon Insurance Co  
256 Meadow Dr., Suite 201  
Hermitage, TN 37076

Browning Contractor's, Inc.  
5410 E. Home  
Fresno, CA 93727

Browning Contractors, Inc.  
c/o Rema M. Al-Jundi, Esq.  
Coleman & Horowitz, LLP  
499 W. Shaw, Suite 116  
Fresno, CA 93704

Cabinet Connection  
5783 E. Shields Ave.  
Fresno, CA 93727

**LIENHOLDER**

Cal Valley Engineering  
34580 Ave. 13-1/2  
Madera, CA 93638

**LIENHOLDER**

Calveras Materials, Inc.  
7673 N. Ingram Ave  
Fresno, CA 93711

CALAVERAS MATERIALS, INC.  
c/o Elizabeth A. Walters/Michael S. Townsend  
WALTERS TOWNSEND & SCHAELEN  
3565 Seventh Ave.  
San Diego, CA 92103

Central Distributing, Inc.  
4250 W. Shaw Avenue  
Fresno, CA 93722

Central Pacific Bank  
220 South King St.  
Honolulu, HI 96813

Central Pacific Bank  
c/o Bernard R. Given, Esq.  
Frاندzel, Robins, et al.  
6500 Wilshire Blvd.  
Los Angeles, CA 90048

Constar Supply  
200 Park Creek Drive  
Clovis, CA 93611

Construction Rental Services  
P.O. Box 2808  
Fresno, CA 93745

David Schwartzman/DS Ventures, LLC  
113 N. San Vicente Blvd., 3rd Floor  
Beverly Hills, CA 90211

Employment Development Dept.  
Bankruptcy Group MIC 92E  
PO Box 826880  
Sacramento, CA 94280-0001

Everlast Paint Co.  
1998 N. Elm Ave.  
Clovis, CA 93619

Franchise Tax Board  
PO Box 1673  
Sacramento, CA 95812-1673

Fresno County Tax Collector  
PO Box 1247  
Fresno, CA 93715

Fresno Shower Door  
3603 W. Gettysburg Ave.  
Fresno, CA 93722

GE Capital Modular Space  
1200 Swedesford Road  
Berwyn, PA 19312

Hess Electric  
13393 Saginaw Way  
Sanger, CA 93657

Internal Revenue Service  
300 N. Los Angeles St.  
M/S 5022  
Los Angeles, CA 90012

Internal Revenue Service  
PO Box 21126  
Philadelphia, PA 19114

Kenyon Plastering  
4667 N. Blythe Ave.  
Fresno, CA 93722

**LIENHOLDER**  
M & L Plumbing Co., Inc.  
3540 N. Duke  
Fresno, CA 93727

**LIENHOLDER**  
Mark 1 Construction Management, Inc.  
4720 W Jennifer Ave., Suite 107  
Fresno, CA 93722

**LIENHOLDER**  
Mark 1 Construction Mgmt., Inc.  
6857 E. Carmalee Lane  
Fresno, CA 93727

**LIENHOLDER**  
Mark I Construction Management, Inc  
c/o David J. Weiland, Esq.  
Dowling, Aaron & Keeler  
8080 N. Palm Ave., 3rd Floor  
Fresno, CA 93711

Mitchell Aire  
4281 W. Shaw  
Fresno, CA 93722

Moren Sheet Metal  
1548 Menlo Ave.  
Clovis, CA 93611-0508

Pacific Door  
7050 N. Harrison  
Fresno, CA 93650

Quality Carpets  
297 Shaw Ave.  
Clovis, CA 93612-3818

Sanger Fence  
P.O. Box 807  
Sanger, CA 93657

**LIENHOLDER**  
Tommy's Water Truck Rentals  
8014 N. Locan Ave.  
Clovis, CA 93619

United Site Services  
3408 Hillcap Ave.  
San Jose, CA 95136

Western Shower Door  
4140 Business Center Dr.  
Fremont, CA 94538-6354

Wiley Tile Company  
5502 W. Mission, Suite 103  
Fresno, CA 93722

**ADD'L LIENHOLDER**  
BG Contracting, Inc.  
1330 G St., Suite A  
PO Box 874  
Reedley, CA 93654

**ADD'L LIENHOLDER**  
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389 Clovis Ave., Suite 300  
Clovis, CA 93612-1185

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Fresno, CA 93722